

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re) Chapter 11
)
W. R. GRACE & CO., et al. ¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors.) Objection Deadline: 11/29/11 at 4 ^{pm} Hearing Date: TBD only if necessary
)

**FEE DETAIL FOR KIRKLAND & ELLIS LLP'S MONTHLY FEE APPLICATION
FOR THE PERIOD FROM SEPTEMBER 1, 2011 THROUGH SEPTEMBER 30, 2011**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Horncor International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company and H-G Coal Company.

EXHIBIT A

Matter 16 - Asset Analysis and Recovery - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/6/2011	Lisa G Esayian	.30	Correspond with R. Finke and R. Horkovich re issues re payments from certain insolvent insurers.
9/7/2011	Lisa G Esayian	.30	Correspond with R. Finke and M. Garbowski re receipt of certain insurance funds.
9/22/2011	Lisa G Esayian	.50	Reply to questions from R. Horkovich re Grace insurance issues.
	Total:	1.10	

Matter 19 - Claims Analysis Objection and Resolution (Non-Asbestos) - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/20/2011	Kimberly K Love	.50	Prepare and organize various lift stay motions requested by L. Esayian.
9/20/2011	Jeffrey Gettleman	.20	Correspond with B. Weiland re Inrawest motion to lift automatic stay (.1); correspond with A. Paul re same (.1).
9/20/2011	Brad Weiland	.60	Review and analyze lift-stay motion (.3); correspond with working group re same (.3).
9/20/2011	Lisa G Esayian	.70	Review Inrawest motion to lift stay.
9/21/2011	John Donley	.30	Review Inrawest lift stay materials and correspond with L. Esayian re same.
9/21/2011	Lisa G Esayian	1.40	Review Inrawest complaint, Grace correspondence with Inrawest and Grace insurance information (1.0); confer with J. Hughes re Inrawest lift stay motion and facts re Inrawest's suit (.4).
9/22/2011	Lisa G Esayian	2.70	Work on issues re Inrawest lift stay motion (2.2); correspond with J. Donley re same (.5).
9/26/2011	Lisa G Esayian	3.30	Work on Grace response to Inrawest lift stay motion.
9/27/2011	Adam C Paul	2.10	Analyze Inrawest motion (1.7); confer with L. Esayian re same (.4).
9/27/2011	Lisa G Esayian	1.00	Confer with A. Paul and J. Baer re Inrawest lift stay motion (.5); work on issues re same (.5).
9/28/2011	Adam C Paul	2.20	Analyze Inrawest motion (1.8); confer with L. Esayian re same (.4).
9/28/2011	Lisa G Esayian	1.90	Review additional information re Inrawest claim and bankruptcy court's treatment of recent lift stay motions (1.6); correspond with A. Paul re same (.3).
9/29/2011	Adam C Paul	2.50	Analyze Inrawest motion (.6); confer with L. Esayian re same (.4); analyze rulings re automatic stay (.9); confer with R. Finke re Inrawest (.6).
9/29/2011	Lisa G Esayian	1.50	Confer with R. Finke, J. Hughes, A. Paul and J. Baer re Inrawest lift stay motion, facts re underlying claim and Grace's insurance and strategy (1.2); further confer with A. Paul re next steps (.3).
9/30/2011	Lisa G Esayian	.70	Work on issues re Inrawest lift stay motion.
	Total:	21.60	

Matter 20 - Case Administration - Fees

Date	Name	Hours	Description
9/1/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/6/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/7/2011	Andrew Brniak	.30	Review and compile recently filed pleadings and correspond with working group re same.
9/8/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/9/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/12/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/13/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/14/2011	Andrew Brniak	.30	Review and compile recently filed pleadings and correspond with working group re same.
9/15/2011	Andrew Brniak	.30	Review and compile recently filed pleadings and correspond with working group re same.
9/20/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/21/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/22/2011	Andrew Brniak	.30	Review and compile recently filed pleadings and correspond with working group re same.
9/23/2011	Andrew Brniak	.30	Review and compile recently filed pleadings and correspond with working group re same.
9/26/2011	Andrew Brniak	.30	Review and compile recently filed pleadings and correspond with working group re same.
9/27/2011	Andrew Brniak	.20	Review and compile recently filed pleadings and correspond with working group re same.
9/28/2011	Andrew Brniak	.50	Review and compile recently filed pleadings and correspond with working group re same.
9/29/2011	Andrew Brniak	.40	Review and compile recently filed pleadings and correspond with working group re same.
9/30/2011	Andrew Brniak	.40	Review and compile recently filed pleadings and correspond with working group re same.
Total:		4.90	

Matter 32 - Fee Applications, Applicant - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/9/2011	Maureen McCarthy	.30	Correspond with A. Paul re forty-first quarterly fee application.
9/10/2011	Adam C Paul	1.00	Analyze and revise quarterly fee application.
9/12/2011	Maureen McCarthy	.90	Review and revise forty-first quarterly fee application.
9/13/2011	Maureen McCarthy	1.90	Finalize forty-first quarterly fee application for filing and service (.8); prepare summary re time billed to matter 32 for 2011 (.7); prepare forty-first quarterly fee application and April through June time and expense records for distribution to the fee auditor (.4).
9/19/2011	Daniel R Brown	2.10	Review and revise invoices re compliance with bankruptcy rules and U.S. Trustee guidelines.
9/19/2011	Adam C Paul	1.20	Analyze initial report (.8); confer with J. Donley re same (.4).
9/19/2011	Maureen McCarthy	.60	Prepare fee auditor materials for internal review.
9/21/2011	Adam C Paul	3.10	Prepare response to fee examiner.
9/22/2011	Adam C Paul	1.70	Analyze and revise response to fee examiner.
9/22/2011	Maureen McCarthy	1.00	Draft correspondence to T. Wallace re back-up documentation re forty-first quarterly fee application (.2); revise letter to fee auditor re forty-first quarterly fee application (.5); review back-up documentation re same (.1); prepare exhibits re same (.2).
9/23/2011	Adam C Paul	.90	Analyze and revise fee examiner response.
9/27/2011	Adam C Paul	1.10	Analyze and revise fee examiner response (.9); correspond with B. Ruhlander and J. Donley re same (.2).
9/28/2011	Adam C Paul	.90	Correspond with B. Ruhlander re interim report (.3); analyze response to B. Ruhlander re same (.6).
Total:		16.70	

Matter 37 - Plan and Disclosure Statement - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/1/2011	Jeffrey Gettleman	.30	Correspond with A. Paul re potential corporate transaction issue (.1); correspond with B. Weiland re same (.1); confer with A. Paul re same (.1).
9/1/2011	Adam C Paul	6.30	Participate in multiple calls with internal working group re potential corporate transaction (2.7); analyze questions/issues from OCUC re potential corporate transaction (1.2); analyze and revise O'Connell declaration (.9); correspond with R. Higgins re same (.4); correspond with B. Weiland re potential corporate transaction (.7); confer with J. Donley re same (.4).
9/1/2011	Rana Barakat	2.40	Conduct research re jurisdiction of lower court during pendency of appeal to consider or approve of settlements (.5); review and analyze cases re same (1.9).
9/1/2011	Brad Weiland	.40	Correspond with A. Paul re potential transaction issues (.2); confer re same (.2).
9/1/2011	John Donley	4.00	Review and analysis of corporate transaction relating to various issues under Bankruptcy Code and corporate statutes and outline options (3.2); confer and correspond with A. Paul re options (.4); confer with D. Wolf (.4).
9/2/2011	Jeffrey Gettleman	.10	Correspond with A. Paul re research project.
9/2/2011	Adam C Paul	4.70	Participate in conferences re potential corporate transaction (1.9); analyze Delaware law re same (2.2); confer with J. Donley re same (.6).
9/2/2011	Rana Barakat	2.90	Confer with J. Donley re section 160 of Delaware Corporation Law (.4); conduct research re stock repurchases under Delaware Corporation Law (.7); review and analyze case law re same (1.8).
9/2/2011	John Donley	3.70	Continue review, analysis and outlining relating to corporate transaction (1.3); prepare for and participate in conference with M. Shelnitz, H. LaForce, A. Paul, J. Baer and others re corporate transaction (.8); confer with J. Baer and R. Higgins re same (.3); confer with L. Esayan and R. Barakat re legal research and analysis re corporate transaction (.7); continue work and analysis on Libby medical issues (.6).
9/3/2011	Rana Barakat	2.30	Conduct research re case law and authorities re stock repurchases under Delaware Corporation Law.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/4/2011	Rana Barakat	6.00	Conduct research re stock repurchases under Delaware Corporation Law (3.8); draft memorandum re same (2.2).
9/5/2011	Daniel E Wolf	.50	Analyze potential corporate transactions.
9/5/2011	Adam C Paul	2.60	Analyze issues associated with potential corporate transaction (1.4); confer with J. Donley re same (.6); draft talking points for ACC/FCR conference (.6).
9/5/2011	Rana Barakat	3.50	Conduct research re stock repurchases under Delaware Corporation Law (1.4); revise memorandum re same (2.1).
9/5/2011	John Donley	3.20	Review legal research and cases relating to corporate transaction (2.0); confer with A. Paul re analysis of corporate transaction (.3); draft and revise key points re corporate transaction (.6); review warrant issues (.3).
9/6/2011	Daniel E Wolf	.70	Analyze potential corporate transactions.
9/6/2011	Adam C Paul	5.20	Confer with J. Donley, M. Shelnitz and advisors re potential corporate transaction (1.9); analyze Delaware law re potential corporate transaction (1.8); confer with J. Donley re same (.8); confer with J. Donley re Libby (.7).
9/6/2011	Rana Barakat	8.60	Confer with J. Donley re section 160 of the Delaware Corporation Law (.3); conduct research re compliance with section 160 of the Delaware Corporation Law (2.1); draft memorandum re same (1.8); review and analyze case law re section 160 of the Delaware Corporation Law (1.9); conduct research re effect of court approval on potential corporate transaction (2.5).
9/6/2011	Brad Weiland	.60	Review and analyze memorandum re potential equity structuring items.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/6/2011	John Donley	6.70	Review, analysis and outlining of potential corporate transaction, strategic issues and board issues (.2.6); confer and correspond with M. Shelnitz re same (.9); confer and correspond with A. Paul re same (.5); review and make suggested edits to draft declaration re corporate issues (.5); correspond with R. Higgins and A. Paul re same (.2); biweekly joint interest and strategy conference with R. Frankel, R. Wyron, P. Lockwood, M. Shelnitz, R. Finke, J. Baer and A. Paul (.4); prepare for same (.2); review R. Barakat memo and confer with R. Barakat re research on strategic issues (.7); confer with J. O'Connell, A. Paul, various committee counsel and advisors re potential corporate transaction (.7).
9/6/2011	James H M Sprayregen, P.C.	.40	Attention to strategy and tactics.
9/7/2011	Kimberly K Love	.50	Prepare and organize trial briefs as requested by L. Esayian.
9/7/2011	Adam C Paul	2.30	Confer with J. Donley re potential corporate transaction (.5); confer with J. Donley re Libby (.6); analyze Libby medical plan (.8); confer with M. Shelnitz re potential corporate transaction (.4).
9/7/2011	Rana Barakat	8.20	Conduct research re effect of court approval and section 172 of Delaware Corporation Law on potential corporate transaction (.3); review and analyze case law re compliance with section 160 of the Delaware Corporation Law (2.5); draft memorandum re same (5.4).
9/7/2011	John Donley	5.80	Review and analyze research, cases and authorities re potential corporate transaction (2.9); outline points and issues re same (1.0); confer with M. Shelnitz re same (.3); confer and correspond with A. Paul re same (.5); analyze and outline strategic issues re Libby (.7); confer with mediator re same (.2); review developments in Thorpe relevant to plan issues (.2).
9/8/2011	Adam C Paul	2.10	Analyze closing documents (.8); analyze Libby medical plan (.9); analyze and revise agenda (.3); correspond with J. O'Neill re same (.1).
9/8/2011	Rana Barakat	7.00	Review and analyze case law re potential corporate transaction and effect of court order approving transaction (5.5); draft memorandum re section 172 of the Delaware Corporation Law (1.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/8/2011	John Donley	2.40	Continue analyzing and outlining re Libby issues and negotiation (.9); confer with J. Aldock re same (.3); continue analysis of corporate transaction (1.2).
9/9/2011	Kimberly K Love	3.50	Prepare and organize materials requested by J. Baer re retention notices and orders (2.3); prepare and organize materials requested by L. Esayian re BNSF and Libby and update case files with such information (1.2).
9/9/2011	Adam C Paul	2.40	Correspond with J. Baer re agenda (.1); confer with R. Higgins re consolidation (.6); confer with J. Donley re Libby (.6); analyze Libby medical program (1.1).
9/9/2011	Rana Barakat	6.00	Conduct research re extension of quasi-judicial immunity to debtors in possession (4.2); draft memorandum re same (1.8).
9/9/2011	John Donley	2.00	Participate in conference with committees and J. O'Connell re strategic issues (.5); continue analysis of corporate transaction (.7); correspond with R. Frankel and J. Baer re same (.1); continue analyzing options and strategy re Libby negotiation (.7).
9/9/2011	Lisa G Esayian	.50	Correspond with BNSF and Libby counsel re reply briefs re CNA settlement (.2); correspond with R. Finke and R. Wyron re same (.3).
9/11/2011	John Donley	.50	Review CNA and BNSF settlement appeal supplemental briefs.
9/12/2011	Kimberly K Love	.90	Prepare and organize materials requested by J. Donley re Libby issues.
9/12/2011	Jeffrey Gettleman	.10	Correspond with B. Weiland re BNSF and Libby reply briefs.
9/12/2011	Adam C Paul	2.10	Analyze Libby medical plan (1.2); confer with J. Donley re same (.5); confer with J. Donley re Libby negotiations (.2); correspond with J. O'Connell re potential corporate transaction (.2).
9/12/2011	Rana Barakat	8.40	Conduct research re sections 34(b) and 172 of the Delaware Corporation Law (.5); draft correspondence to J. Donley re same (.3); conduct research re effect of notice of appeal on jurisdiction of lower courts to enforce settlements (2.3); review and analyze case law re same (1.8); draft memorandum re same (3.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/12/2011	John Donley	4.60	Review and detailed analysis of plan, pleadings and company documents affecting Libby discussions (1.5); draft memo re same (.8); confer with A. Paul re Libby-related plan and strategy issues (.3); confer with M. Shelnitz and R. Finke re same (.2); revise Libby memo (.4); review R. Barakat memo re corporation transaction issues and selected authorities (1.1); correspond with R. Barakat and A. Paul re follow-up issues (.3).
9/13/2011	Adam C Paul	.40	Confer with J. Donley re Libby.
9/13/2011	Rana Barakat	6.70	Review and analyze case law re effect of notice of appeal on jurisdiction of lower courts to enforce settlements (3.0); draft memorandum surveying cases re effect of notice of appeal on jurisdiction of lower courts to enforce settlements (3.7).
9/13/2011	John Donley	2.70	Draft Libby proposal (.8); study and analyze Libby negotiation issues and documents (.6); confer with mediator (.2); confer with M. Shelnitz and R. Finke re strategy (.5); edit Libby proposal (.3); confer and correspond with A. Paul re Libby issues (.3).
9/13/2011	James H M Sprayregen, P.C.	.40	Attention to strategy and tactics.
9/14/2011	Kimberly K Love	.50	Prepare and organize materials requested by J. Donley re supplemental authority.
9/14/2011	Adam C Paul	1.30	Analyze WaMu opinion (.6); correspond with J. Donley and B. Weiland re same (.4); correspond with D. Blabey re same (.3).
9/14/2011	Rana Barakat	5.90	Review and analyze case law re effect of notice of appeal on jurisdiction of lower courts to enforce settlements (3.0); draft memorandum analyzing same (2.9).
9/14/2011	Nia Dukov	3.80	Legal research re issues identified by J. Donley re interest awards in solvent-debtor cases.
9/14/2011	Brad Weiland	1.90	Correspond with working group re potential equity structuring items (.2); review and analyze memorandum re same (.5); correspond with working group re solvent debtor issues (.4); research and analyze same (.8).
9/14/2011	John Donley	4.70	Work on Libby settlement analysis and outlining (1.5); confer with A. Paul re same (.5); research and draft WaMu supplemental authority brief (2.7).
9/15/2011	Kimberly K Love	1.90	Review files for information re KPMG Legal as requested by J. Baer.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/15/2011	Adam C Paul	2.70	Analyze WaMu opinion (1.2); correspond with J. Donley re same (.6); confer with J. Donley and D. Blabey re same (.5); correspond with D. Blabey re same (.4).
9/15/2011	John Donley	3.80	Analyze Libby financial issues, continue review and analysis of options and outlining of same (1.2); continue review of WaMu opinion and related authorities, draft and edit supplemental brief (2.2); correspond with P. Bentley and M. Shelnitz re same (.4).
9/15/2011	James H M Sprayregen, P.C.	.40	Attention to strategy and tactics.
9/16/2011	Kimberly K Love	.50	Review, edit and cite check materials re supplemental authority as requested by J. Donley.
9/16/2011	Adam C Paul	2.30	Analyze memo re qualified immunity for actions taken pursuant to court order (1.4); correspond with R. Higgins re sale motion (.3); correspond with J. Donley re WaMu decision (.6).
9/16/2011	John Donley	2.40	Revise supplemental authority brief (.7); confer with M. Shelnitz and R. Finke re appeal issues and supplemental authority brief (.7); review and analyze Libby settlement issues (1.0).
9/19/2011	Jeffrey Gettleman	.40	Correspond with N. Popper re transfer of claim in Grace bankruptcy (.1); confer with N. Popper re same (.3).
9/19/2011	Adam C Paul	5.70	Analyze and revise sale motion (4.1); confer with R. Higgins re same (.5); prepare for Libby negotiations (1.1).
9/19/2011	John Donley	1.90	Confer with M. Shelnitz re case resolution strategy (.5); study, analyze and outline Libby issues (1.1); confer with A. Paul re same (.3).
9/19/2011	Lisa G Esayan	1.30	Review Libby claimants' and BNSF's reply briefs in support of their appeals re CNA settlement (.8); correspond with J. Donley re key points (.5).
9/20/2011	Adam C Paul	2.40	Confer with J. Donley re Libby (.4); confer with ACC and FCR re strategy (.9); analyze motion for relief (.8); correspond with J. Donley re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/20/2011	John Donley	6.00	Analyze new options and Bankruptcy Code ramifications in connection with Libby negotiations (.5); confer and correspond with A. Paul re same (.6); confer with P. Lockwood, A. Paul, R. Frankel, M. Shelnitz and R. Finke re case developments and strategy (1.0); outline and analyze Libby settlement issues and draft memo to client re same (3.9).
9/21/2011	Adam C Paul	5.70	Prepare for Libby negotiations (1.9); preparation of confidentiality agreement (1.3); confer with J. Donley re Libby negotiations (.8); confer with M. Shelnitz re same (.8); analyze TDPs and plan (.9).
9/21/2011	John Donley	2.70	Work on Libby negotiation issues (2.0); confer and correspond with A. Paul re same (.4); confer with M. Shelnitz re same (.3).
9/22/2011	Jeffrey Gettleman	.10	Correspond with B. Weiland re orders granting motion for leave to file replies.
9/22/2011	Adam C Paul	5.40	Analyze recently filed pleadings (.4); analyze and revise Libby confidentiality agreement (1.4); prepare for Libby negotiations (1.9); correspond with J. Donley re Libby (.3); confer with ACC & FCR re Libby (1.0); confer with J. Donley re same (.4).
9/22/2011	Brad Weiland	1.50	Review and analyze docket re appeals items (.6); correspond with working group re same (.5); review and analyze letters re plan and claims (.4).
9/22/2011	John Donley	1.50	Prepare for Libby negotiations (.6); revise confidentiality agreement (.3); confer with M. Shelnitz re same (.3); confer with A. Paul re same (.3).
9/23/2011	Adam C Paul	5.20	Preparation for Libby negotiations (2.1); appear at Libby negotiations (3.1).
9/23/2011	John Donley	5.80	Prepare for Libby settlement discussions and participate in discussions along with A. Paul, M. Shelnitz and D. Cohn.
9/26/2011	Kimberly K Love	.40	Prepare and organize various materials requested by L. Esayan.
9/26/2011	Adam C Paul	.90	Correspond with J. Donley re Libby (.4); analyze claim settlement (.3); correspond with M. Shelnitz re Libby (.2).
9/27/2011	Kimberly K Love	.50	Prepare and organize 2019 materials to be forwarded to J. Baer.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/27/2011	Adam C Paul	5.60	Confer with Grace management re Libby (.9); confer with ACC/FCR re same (.7); prepare for conferences re Libby (.8); analyze and revise environmental settlement motion (1.9); analyze Libby Medical Plan disclosure (.9); analyze Libby 2019 statement (.4).
9/27/2011	John Donley	1.60	Confer with M. Shelnitz and Grace team re Libby issues (1.0); confer with M. Shelnitz re Libby strategy and options (.3); confer and correspond with A. Paul re same (.3).
9/28/2011	Adam C Paul	2.50	Analyze Libby Montana settlement (.9); analyze closing documents (1.1); confer with J. Aldock re Libby (.5).
9/29/2011	Adam C Paul	1.40	Analyze recently filed pleadings (.3); analyze Canadian claims (.4); analyze warrant agreement and precedent re same (.7).
9/29/2011	Lisa G Esayian	1.00	Analyze appeals of CNA settlement.
9/29/2011	James H M Sprayregen, P.C.	.50	Attention to strategy and tactics.
9/30/2011	Jeffrey Gettleman	.20	Correspond with Missouri Department of Revenue re inquiry (.1); correspond with B. Weiland re same (.1).
9/30/2011	Adam C Paul	1.70	Confer with J. Donley re Libby (.4); correspond with J. Donley re same (.3); confer with working group re EPA settlement (.7); correspond with J. O'Neill re district court (.3).
9/30/2011	John Donley	1.40	Confer with mediator re Libby (.3); confer with R. Frankel re Montana issues and review Montana pleadings (.4); confer and correspond with A. Paul re Libby issues (.4); review various recent pleadings and filings (.3).
9/30/2011	Lisa G Esayian	.50	Review status of PD appeals and update chart re same.
Total:		230.50	

Matter 41 - Tax Issues - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/12/2011	Todd F Maynes, P.C.	1.00	Confer and correspond with working group re revisions to 382 analysis and potential buyback involving Peninsula.
	Total:	1.00	

Matter 42 - Travel non-working - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/22/2011	John Donley	1.60	Travel to Denver, CO for Libby negotiation (billed at half time).
9/23/2011	Adam C Paul	4.30	Travel from Chicago, IL to Denver, CO and return travel for Libby negotiation (billed at half time).
9/23/2011	John Donley	2.20	Return travel from Denver, CO to Chicago, IL after Libby negotiation (billed at half time).
	Total:	8.10	

Matter 59 - Lyondell Reclamation Claims - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/12/2011	Christopher T Greco	.30	Correspond with L. Marchman re Lyondell tax form and attention to same.
	Total:	.30	

Matter 60 - Delphi Preference Defense - Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/22/2011	Christopher T Greco	.40	Correspond re order and review same.
	Total:	.40	

EXHIBIT B

Matter 42 - Travel - Non-working - Expenses

<u>Service Description</u>	<u>Amount</u>
Travel Expense	\$210.83
Airfare	\$1,744.27
Transportation to/from airport	\$38.00
Travel Meals	\$12.00
Total:	\$2,005.10

Matter 42 - Travel - Non-working - Itemized Expenses

<u>Date</u>	<u>Amount</u>	<u>Description</u>
9/20/2011	529.35	John Donley, Airfare, Denver, CO, 09/22/2011 to 09/22/2011, (Libby Negotiations)
9/20/2011	799.22	Adam Paul, Airfare, Denver, CO, 09/23/2011 to 09/23/2011, (Libby Negotiations)
9/23/2011	210.83	John Donley, Lodging, Courtyard by Marriott (Denver Int'l Airport), Denver, CO, 09/22/2011 to 09/23/2011, (Libby Negotiations)
9/23/2011	12.00	John Donley, Travel Meals, Denver, CO, (Libby Negotiations), Breakfast
9/23/2011	415.70	John Donley, Airfare, Chicago, IL, 09/23/2011 to 09/23/2011, (Libby Negotiations)
9/23/2011	38.00	John Donley, Transportation To/From Airport, (Libby Negotiations)
Total:	2,005.10	

Matter 52 – Expenses – Expenses

<u>Service Description</u>	<u>Amount</u>
Standard Copies or Prints	\$156.60
Information Broker Doc/Svcs	\$10.00
Computer Database Research	\$3,515.45
Conference Room Rental	\$840.00
Total:	\$4,522.05

Matter 52 – Expenses – Itemized Expenses

<u>Date</u>	<u>Amount</u>	<u>Description</u>
8/1/2011	844.86	West, Computer Database Research, Dukov, Nia, August 2011
8/4/2011	584.56	West, Computer Database Research, Hasbani, Inbal, August 2011
8/9/2011	10.87	West, Computer Database Research, Gentleman, Jeffrey, August 2011
8/22/2011	88.50	West, Computer Database Research, Donley, John W., August 2011
8/23/2011	10.00	State Law Library of Montana - Information Broker Doc/Svcs, 1947 Revised Code of Montana for M. Kamraczewski
8/23/2011	425.58	West, Computer Database Research, Lodygowski, Gayle, August 2011
8/23/2011	157.81	West, Computer Database Research, Love, Kimberly, August 2011
8/23/2011	176.14	West, Computer Database Research, Weiland, Brad, August 2011
8/24/2011	85.65	West, Computer Database Research, Esayan, Lisa G., August 2011
8/28/2011	1,141.48	West, Computer Database Research, Barakat, Rana, August, 2011
9/5/2011	2.30	Standard Prints
9/7/2011	5.60	Standard Prints
9/7/2011	3.40	Standard Prints
9/7/2011	1.30	Standard Prints
9/12/2011	2.20	Standard Prints
9/12/2011	7.60	Standard Prints
9/13/2011	0.30	Standard Prints
9/13/2011	1.20	Standard Prints
9/13/2011	9.80	Standard Prints
9/14/2011	0.70	Standard Prints
9/15/2011	0.10	Standard Copies or Prints
9/15/2011	0.60	Standard Prints
9/15/2011	29.10	Standard Prints
9/15/2011	4.50	Standard Prints
9/19/2011	0.70	Standard Prints
9/19/2011	6.40	Standard Prints
9/20/2011	0.20	Standard Prints
9/20/2011	1.30	Standard Prints
9/20/2011	0.60	Standard Prints
9/21/2011	4.50	Standard Prints
9/21/2011	3.00	Standard Prints
9/22/2011	7.40	Standard Prints
9/22/2011	5.40	Standard Prints
9/22/2011	1.00	Standard Prints
9/23/2011	480.00	Adam Paul, Other, Conference Room B Rental, (Libby Negotiations)

<u>Date</u>	<u>Amount</u>	<u>Description</u>
9/23/2011	360.00	Adam Paul, Other, Conference Room D Rental, (Libby Negotiations)
9/26/2011	13.10	Standard Prints
9/26/2011	9.90	Standard Prints
9/26/2011	1.30	Standard Prints
9/26/2011	13.00	Standard Prints
9/26/2011	4.80	Standard Prints
9/26/2011	5.30	Standard Prints
9/27/2011	6.90	Standard Prints
9/27/2011	0.90	Standard Prints
9/27/2011	1.30	Standard Prints
9/27/2011	0.20	Standard Prints
9/28/2011	0.70	Standard Prints
Total:	4,522.05	